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**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re: )  
 ) CHAPTER 11  
CIRCUIT CITY STORES, INC., *et al.*, )  
 ) Case No. 08-35653-KRH  
 )  
Debtors. ) Jointly Administered

**OBJECTION TO CURE AMOUNT BY CARRIAGE CROSSING MARKET  
PLACE, LLC IN RESPONSE TO DEBTORS' MOTION FOR ORDERS UNDER  
11 U.S.C. §§ 105, 363, AND 365 (I) APPROVING BIDDING AND AUCTION  
PROCEDURES FOR SALE OF UNEXPIRED NONRESIDENTIAL REAL  
PROPERTY LEASES FOR CLOSING STORES, (II) SETTING SALE  
HEARING DATE, AND (III) AUTHORIZING AND APPROVING (A) SALE OF  
CERTAIN NONRESIDENTIAL REAL PROPERTY LEASES FREE AND CLEAR  
OF LIENS, CLAIMS, AND ENCUMBRANCES, (B) ASSUMPTION AND  
ASSIGNMENT OF CERTAIN UNEXPIRED NONRESIDENTIAL REAL  
PROPERTY LEASES, AND (C) LEASE REJECTION PROCEDURES**

Comes now, Carriage Crossing Market Place, LLC ("Carriage Crossing"), by and through its undersigned counsel, and objects to the cure amount identified in the Debtors' Motion for Orders Under 11 U.S.C. §§ 105, 363, and 365 (I) Approving Bidding and Auction Procedures for Sale of Unexpired Nonresidential Real Property Leases for Closing Stores, (II) Setting Sale Hearing Date, and (III) Authorizing and Approving (A) Sale of Certain Nonresidential Real Property Leases Free and Clear of Liens, Claims, and Encumbrances, (B) Assumption and Assignment of Certain Unexpired Nonresidential Real Property Leases, and (C) Lease Rejection Procedures (the "Motion to Assume"), and in so doing states as follows:

1. Carriage Crossing and Circuit City Stores, Inc. (together with its affiliated debtors in this jointly administered bankruptcy case, the "Debtors"), are parties to that certain Lease Agreement dated May 15, 2007 (the "Carriage Crossing Lease").

2. In **Exhibit "B"** to the Motion to Assume, the Debtors identify their proposed cure amount for assumption of the Carriage Crossing Lease. Although the total cure amount proposed by the Debtors is \$19,640.00 (the "Proposed Cure Amount"), the amount specifically identified for November stub tax and prepetition tax under the Carriage Crossing Lease is zero.

3. Pursuant to Article VI of the Carriage Crossing Lease, the Debtors are required to pay a pro rata share of the real estate taxes and assessments with said payment coming due thirty (30) days after Carriage Crossing submits proof of payment of the taxes by Carriage Crossing. Pursuant to the Carriage Crossing Lease, the Debtors' portion of the 2008 real estate taxes accruing from the rent commencement date of April 24, 2008 through the petition date is \$9,746.25 (the "Debtors' Tax Share"). Therefore, the Proposed Cure Amount should be increased to include the Debtors' Tax Share.

4. Carriage Crossing reserves (i) its rights to modify the required cure amount to include any postpetition payment obligations that remain unpaid prior to assumption or to the extent that Carriage Crossing incurs an actual pecuniary loss in connection with the assumption and assignment of the Carriage Crossing Lease, (ii) its rights to object to the assumption and assignment of the Carriage Crossing Lease, (iii) all rights available to it under the Carriage Crossing Lease.

WHEREFORE, Carriage Crossing objects to the Proposed Cure Amount and, subject to the reservations herein, requests that the Proposed Cure Amount be increased to \$29,386.25 to

include the Debtors' Tax Share. Carriage Crossing also requests such additional relief as this Court deems proper.

Dated: December 10, 2008.

/s/ Kevin R. McCarthy

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**CERTIFICATE OF SERVICE**

I hereby certify that on the 10th day of December, 2008 I caused a copy of the above to be filed and delivered through the Court's electronic case filing system.

/s/ Kevin R. McCarthy

Kevin R. McCarthy